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June 1, 2005

HAND DELIVER

Mary L. Cottrell, Secretary
Department of Telecommunications and Energy
One South Station
Boston, Massachusetts 02110

Re: Bay State Gas Company - D.T.E. 05-27

Dear Secretary Cottrell:

Enclosed please find The Berkshire Gas Company's ("Company") Petition for Limited Participant Status in the above-captioned proceeding. The Company notes that it has consulted with Bay State Gas Company ("Bay State") and is able to represent that Bay State has no objections to the Company's participation in this proceeding.

Very truly yours,

BROWN RUDNICK BERLACK ISRAELS LLP

By: 
James M. Avery

JMA/cdw
Enclosure

cc: Andrew O. Kaplan, Esq., General Counsel (w/enc via hand delivery)
John Cope-Flanagan, Esq., Assistant General Counsel (w/enc via hand delivery)
Carolyn M. Bulger, Esq., Hearing Officer (w/enc via hand delivery)
Karlen J. Reed, Esq., Assistant Attorney General (w/enc via hand delivery)
Alexander J. Cochis, Esq. Assistant Attorney General (w/enc via hand delivery)
Patricia M. French, Esq. (w/enc)
Robert L. Dewees, Jr., Esq. (w/enc via hand delivery)
Karen L. Zink, President, COO and Treasurer (w/enc)

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COMMONWEALTH OF MASSACHUSETTS
DEPARTMENT OF TELECOMMUNICATIONS AND ENERGY

Bay State Gas Company

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D.T.E. 05-27

**PETITION FOR LIMITED PARTICIPANT STATUS
OF THE BERKSHIRE GAS COMPANY**

Pursuant to G.L. c. 30A, §11 and 220 CMR Section 1.03, The Berkshire Gas Company ("Berkshire" or the "Company") hereby petitions the Department of Telecommunications and Energy (the "Department") for leave to participate in the above-referenced proceeding as a limited participant. In support of this motion, Berkshire states the following:

1. Berkshire is a gas company, as defined in G.L. c. 164, §1, and is regulated by the Department pursuant to G.L. c. 164.
2. Berkshire maintains its principal offices at 115 Cheshire Road, Pittsfield, Massachusetts 01201.
3. On April 27, 2005 Bay State Gas Company ("Bay State") filed a request for a rate increase and a performance-based rate plan along with accompanying supporting material and rate schedules with the Department.
4. The Department's investigation into the Bay State rate plan and proposed rate schedules has been opened in docket D.T.E. 05-27.
5. The Department's investigation in this proceeding will address issues dealing with performance-based rate making and other issues of common concern to gas companies in Massachusetts, including Berkshire.

6. The Department may allow any person that "may be substantially and specifically affected by the proceeding to intervene as a party in the whole or any portion of the proceeding, and allow any other interested person to participate by presentation of argument orally or in writing, or for any other limited purpose" as the Department may order. G.L. c. 30A, §10; see also 220 CMR §1.03(1).

7. Berkshire is likely to be substantially and specifically affected by the Department's finding with respect to these issues of common application as well as the determinations made with respect to performance pursuant to Bay State's rate plan. Berkshire continues to operate pursuant to the Price-Cap Mechanism Plan approved in The Berkshire Gas Company, D.T.E. 01-56 (2002).

8. Berkshire expects to be able to participate in a manner consistent with the Department's statutory mandate to complete its review of Bay State's rate plan by the end of the suspension period. Berkshire expects that its participation will be focused and limited to issues of more general application.

9. Berkshire's interests are unique and cannot be adequately represented by any other party.

10. Counsel for Bay State has been contacted and has indicated that Bay State does not object to Berkshire being granted intervener status in this proceeding.

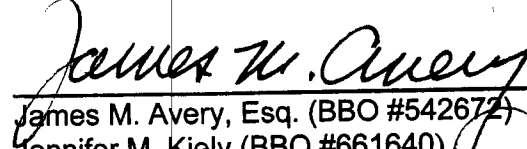
11. Accordingly, Berkshire seeks to participate in this proceeding as a limited participant with the right to receive all pleadings, discovery requests and responses and to file briefs and otherwise participate in this proceeding in a manner consistent with the ground rules and procedures established by the hearing officers.

WHEREFORE, Berkshire respectfully requests that the Department grant this petition for leave to participate in this proceeding as a limited participant and take such other necessary actions as may be necessary and appropriate.

Respectfully submitted,

THE BERKSHIRE GAS COMPANY

By its attorneys,

A handwritten signature in cursive script, appearing to read "James M. Avery", is written over a horizontal line.

James M. Avery, Esq. (BBO #542672)

Jennifer M. Kiely (BBO #661640)

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Dated: June 1, 2005

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